

U.S. Department of Justice

Washington, DC 20530

Exhibit A to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant CMGRP, Inc. d/b/a Weber Shandwick - Powell Tate division, 919 Third Avenue, New York, NY 10019	2. Registration No. 3911
3. Name of Foreign Principal Federal Ministry of Agriculture and Rural Development, Federal Republic of Nigeria	4. Principal Address of Foreign Principal FCDA Complex, Area 11, Garki, Abuja

5. Indicate whether your foreign principal is one of the following:

☒ Foreign government

☐ Foreign political party

☐ Foreign or domestic organization: If either, check one of the following:

☐ Partnership	☐ Committee
☐ Corporation	☐ Voluntary group
☐ Association	☐ Other (<i>specify</i>) _____

☐ Individual-State nationality _____

6. If the foreign principal is a foreign government, state:

a) Branch or agency represented by the registrant
 Federal Ministry of Agriculture and Rural Development

b) Name and title of official with whom registrant deals
 Mrs. Ibukun Odusote, Permanent Secretary, Federal Ministry of Agriculture and Rural Development

7. If the foreign principal is a foreign political party, state:

a) Principal address _____

b) Name and title of official with whom registrant deals _____

c) Principal aim _____

Formerly CRM-157

FORM NSD-3
Revised 03/11

8. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). *(If additional space is needed, a full insert page must be used.)*

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
July 25, 2013		/s/ Joshua Kaufman
		eSigned

U.S. Department of Justice

Washington, DC 20530

Exhibit B to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant CMGRP, Inc. d/b/a Weber Shandwick - Powell Tate division	2. Registration No. 3911
3. Name of Foreign Principal Federal Ministry of Agriculture and Rural Development, Federal Republic of Nigeria	

Check Appropriate Box:

4. ☐ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☒ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

The Federal Ministry of Agriculture and Rural Development is contracting directly with, and providing compensation directly to, the Registrant's Canadian affiliate, CMGRP (Canada), Inc. for engagement as consultant on media and public relations. The Registrant's Canadian affiliate, however, is assigning work to the Registrant as part of this Agreement via an inter-company agreement that also designates the budget for fees and expenses to be incurred by the Registrant. The inter-company agreement is attached as Attachment D-1, along with a description of the scope of services to be rendered to the Foreign Principal by the Registrant, attached as Attachment D-2.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Registrant will render a comprehensive public relations/media plan encompassing various strategies targeted towards a wide range of constituents, via numerous channels of communication including print, radio, television and social media, in order to establish the goal of transforming the agricultural sector in Nigeria with a sharp focus on agribusiness, development and commercialization.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

The goal of the plan is for the mobilization of agricultural investment in Nigeria, to strategically enhance Nigeria in the global food and agricultural markets and brand Nigeria as a destination for investments by global good and agribusiness entrepreneurs.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
July 25, 2013	Joshua Kaufman, GC/SVP	/s/ Joshua Kaufman
		eSigned

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

**Intercompany SAP Pre-Approval Form
Client Related Collaboration****TYPE OF WORK**☒ Billable Client Business☐ Non-Billable Client Business**OFFICE REQUESTING SERVICE (Billing office) - INFORMATION (Must originate this form)**

Name of Office / Agency: Weber Shandwick Canada

IPG FIC/Hyperion Code: 847000

SAP Office (Plant) Number: CA02

Finance Contact: Leha Huynh

SAP Profit Center: CA99144000

Account Manager: Trish Ault

Billing Address:

Phone Number: 416 642-7968

207 Queen's Quay West, Suite 400
Toronto ON M5J 1A7

Fax Number: 416 642-7954

E-mail Address: lhuynh@webershandwick.com

OFFICE PROVIDING SERVICE - INFORMATION

Name of Office / Agency: Powell Tate

IPG FIC/Hyperion Code: 04812

SAP Office (Plant) Number: US30

Finance Contact: Wilson Law

SAP Profit Center: US35452400

Account/Segment Manager: Jim Meszaros

Billing Address:

Phone Number: 202 585-2211

Fax Number:

E-mail Address: jboehne@powelltate.com

CLIENT AND JOB INFORMATION OF REQUESTING OFFICE

(Requesting Office to Complete this Section)

Client Name: Federal Ministry of Agriculture & Rural
Development

Job Name/Description: Media & Public Relations

Job Number(s) 308698

Description of Services to be Performed:
(Project Scope)

Client Code:

Billing Language (if not English):

Client Billing Date:

WIP Cut-Off Date

Fees: USD30,000

Billing Adjustment Cutoff Date:

Costs: Include in fees

CLIENT AND JOB INFORMATION OF PROVIDING OFFICE

(Providing Office to Complete this Section)

Client Name:

Client Code

☒ On SAP ☐ Not on SAP

Job Number(s)

Target WBS (SAP only, if required)

Intercompany SAP Pre-Approval Form Client Related Collaboration

CLIENT AGREEMENT

(Requesting Office to Complete this Section)

Form of the Client Agreement: ☒ Signed Contract ☐ Estimate Signed by Client ☐ Signed Purchase Order ☐ Letter of Authorization ☐ Other (attach): _____

Contract/Estimate/PO#:

Date Client Signed:

Date Agency Signed:

Is the client agreement subject to a signed Master agreement?

☐ Yes ☒ No Ref #:

Terms of the client agreement

From: 01/01/13

To: 12/31/13

Terms of this Pre-Approval Form

From: 01/01/13

To: 08/30/13

Does the client agreement have special conditions (eg. Acceptance criteria, bidding process, travel conditions, etc)? ☐ Yes (please attach) ☐ No**REVENUE RECOGNITION METHOD OF CLIENT CONTRACT**

(Requesting Office to Complete this Section)

NOTE: It is assumed that all parties to this agreement will use the same revenue recognition method. Exceptions may be discussed with the Revenue Controller.

Revenue Recognition Methodology:	Completed Contract	Milestone	Straight-Line	Recognized When Billed	Capped Time & Expense	☐ Time & Expense
	☐ Absorbed Costs	☐ Absorbed Costs	☐ Absorbed Costs	☐ Absorbed Costs	☐ Absorbed Costs	
	☐ Pass-Through Costs	☐ Pass-Through Costs	☐ Pass-Through Costs	☐ Pass-Through Costs	☒ Pass-Through Costs	

Intercompany SAP Pre-Approval Form
Client Related Collaboration

BUDGET - FEES (Requesting Office to Complete this Section)																																																																																																																	
☐ Fixed Fee		☒ Bill by the hour capped at: USD30,000																																																																																																															
Billing Currency: USD		☐ Providing Office Standard Rates																																																																																																															
Total Budget:		☐ Currency of Specific Billing Rates.																																																																																																															
☐ Period Budget		☒ Specific Billing Rates as follows below:																																																																																																															
Period	Amount	<table border="1"> <thead> <tr> <th>SAP Grade</th> <th>Description</th> <th>Rate</th> </tr> </thead> <tbody> <tr><td>990000</td><td>Chairman</td><td></td></tr> <tr><td>990003</td><td>President</td><td></td></tr> <tr><td>990004</td><td>EVP/General Manager</td><td></td></tr> <tr><td>990005</td><td>Exec Vice Pres</td><td></td></tr> <tr><td>990006</td><td>SVP/Mgmt Supervisor</td><td></td></tr> <tr><td>990007</td><td>SVP/Gen Manager</td><td></td></tr> <tr><td>990008</td><td>Sr Vice Pres</td><td></td></tr> <tr><td>990009</td><td>Vice President</td><td></td></tr> <tr><td>990010</td><td>Group Manager</td><td></td></tr> <tr><td>990011</td><td>Account Supervisor</td><td></td></tr> <tr><td>990012</td><td>Account Director</td><td></td></tr> <tr><td>990013</td><td>Sr Acct Exec</td><td></td></tr> <tr><td>990014</td><td>Account Exec</td><td></td></tr> <tr><td>990015</td><td>Asst. Acct. Exec</td><td></td></tr> <tr><td>990016</td><td>Account Coordinator</td><td></td></tr> <tr><td>990017</td><td>Administrative Staff</td><td></td></tr> <tr><td>990018</td><td>Intern</td><td></td></tr> <tr><td>990019</td><td>Media Director</td><td></td></tr> <tr><td>990020</td><td>Asso Creative Dir</td><td></td></tr> <tr><td>990021</td><td>Art Director</td><td></td></tr> <tr><td>990022</td><td>Designer</td><td></td></tr> <tr><td>990023</td><td>Prod/Traffic Mgmt</td><td></td></tr> <tr><td>990024</td><td>Multi Media Spec.</td><td></td></tr> <tr><td>990025</td><td>Sr Consultant</td><td></td></tr> <tr><td>990026</td><td>Web Relations</td><td></td></tr> <tr><td>990027</td><td>Team Assistant</td><td></td></tr> <tr><td>990028</td><td>Director</td><td></td></tr> <tr><td>990029</td><td>Senior Designer</td><td></td></tr> <tr><td>990030</td><td>Consultant</td><td></td></tr> <tr><td>990031</td><td>Creative Director</td><td></td></tr> <tr><td>990032</td><td>Executive Director</td><td></td></tr> <tr> <td align="center" colspan="3">Employee Specific Rates</td></tr> <tr> <td>Para. No.</td><td>Employee Name</td><td>Rate</td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> </tbody> </table>	SAP Grade	Description	Rate	990000	Chairman		990003	President		990004	EVP/General Manager		990005	Exec Vice Pres		990006	SVP/Mgmt Supervisor		990007	SVP/Gen Manager		990008	Sr Vice Pres		990009	Vice President		990010	Group Manager		990011	Account Supervisor		990012	Account Director		990013	Sr Acct Exec		990014	Account Exec		990015	Asst. Acct. Exec		990016	Account Coordinator		990017	Administrative Staff		990018	Intern		990019	Media Director		990020	Asso Creative Dir		990021	Art Director		990022	Designer		990023	Prod/Traffic Mgmt		990024	Multi Media Spec.		990025	Sr Consultant		990026	Web Relations		990027	Team Assistant		990028	Director		990029	Senior Designer		990030	Consultant		990031	Creative Director		990032	Executive Director		Employee Specific Rates			Para. No.	Employee Name	Rate									
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Intercompany SAP Pre-Approval Form **Client Related Collaboration**

BUDGET - COSTS

(Requesting Office to Complete this Section)

Start Date: 01/01/13

End Date: 06/30/13

Out of Pocket Expenses (Hard Costs)☐ None☒ Included in Fee☐ Billed as Incurred**Overhead Expenses (Soft Costs)**☐ None☐ Admin Charge - % of Fee☐ Billed as Incurred - Capped at**Mark Up**☐ All Codes One Rate☐ Specific Mark-Up: (Include following information)

SAP Cost Code and Description:

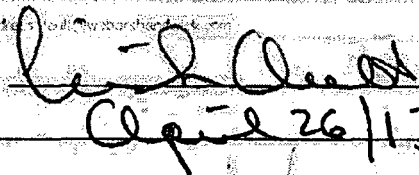
Mark-Up NO

MANAGER CONTACT INFORMATION AND CERTIFICATIONS (REQUIRED TO PROCESS)**Requesting Office Account Manager Information**

Name: Trish Auli

Title: EVP

Phone Number: 202 576-5506

Signature: 

Date: April 26/13

Providing Office Account Manager Information

Name: Jim Meszaros

Title: Principal

Phone Number: 202 585-2740

Email Address: jmeszaros@webershandwick.com

Signature: 

Date: 4/29/13

weber
shandwick
engaging ideas

Digitally signed by Wilson Law

DN: cn=Wilson Law, o=Weber Shandwick,
ou=Washington DC,
email=wlaw@webershandwick.com, c=US

I, Leila Huynh (Requesting Office FO typed name) certify (1) the above information is correct; (2) I have reviewed, and determined the revenue recognition methodology to be appropriate; (3) the performing entity is authorized to execute the services described above; (4) I have provided sufficient information for the performing entity to calculate revenue in accordance with the approved written client agreement described above.

Signed: 

Date: 4/29/13

If the Providing Office is to provide services, I will issue an intercompany invoice for time and costs incurred.

weber
shandwick
engaging ideas

Digitally signed by Wilson Law

DN: cn=Wilson Law, o=Weber Shandwick,
ou=Washington DC,
email=wlaw@webershandwick.com, c=US